

**Exhibit A**

**Glodowski Declaration**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

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In re:	)
	) Chapter 11
	)
CHAPARRAL ENERGY, INC., <i>et al.</i> , <sup>1</sup>	) Case No. 20-11947 (MFW)
	)
Debtors.	) (Jointly Administered)
	)

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**DECLARATION OF KEVIN GLODOWSKI IN SUPPORT OF THE APPLICATION OF  
DEBTORS FOR AUTHORITY TO (I) EMPLOY AND RETAIN ROTHSCHILD & CO  
US INC. AND INTREPID PARTNERS, LLC AS INVESTMENT BANKERS FOR THE  
DEBTORS *NUNC PRO TUNC* TO THE PETITION DATE AND (II) WAIVE CERTAIN  
INFORMATION DISCLOSURE REQUIREMENTS**

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Pursuant to Rule 2014(a) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), Kevin Glodowski declares as follows:

1. I am a Managing Director of the investment banking firm Rothschild & Co US Inc. (“Rothschild & Co”), which has its principal office at 1251 Avenue of the Americas, New York, New York 10020. I am authorized to execute this declaration on behalf of Rothschild & Co. Unless otherwise stated in this declaration, I have personal knowledge of the facts set forth herein.<sup>2</sup>

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<sup>1</sup> The Debtors in these cases, along with the last four digits (or five digits, in cases in which multiple Debtors have the same last four digits) of each Debtor’s federal tax identification number, are: CEI Acquisition, L.L.C. (1817); CEI Pipeline, L.L.C. (6877); Chaparral Biofuels, L.L.C. (1066); Chaparral CO2, L.L.C. (1656); Chaparral Energy, Inc. (90941); Chaparral Energy, L.L.C. (20941); Chaparral Exploration, L.L.C. (1968); Chaparral Real Estate, L.L.C. (1655); Chaparral Resources, L.L.C. (1710); Charles Energy, L.L.C. (3750); Chestnut Energy, L.L.C. (9730); Green Country Supply, Inc. (2723); Roadrunner Drilling, L.L.C. (2399); and Trabajo Energy, L.L.C. (9753). The Debtors’ address is 701 Cedar Lake Boulevard, Oklahoma City, OK 73114.

<sup>2</sup> Certain of the disclosures herein relate to matters within the personal knowledge of other professionals at Rothschild & Co and are based on information provided by them.

2. This declaration is being submitted in connection with the proposed employment and retention of Rothschild & Co as investment banker to the above-captioned debtors and debtors in possession (collectively, the “Debtors”) to perform services as set forth in the *Application of Debtors for Authority to (i) Employ and Retain Rothschild & Co US Inc. and Intrepid Partners, LLC as Investment Bankers for the Debtors Nunc Pro Tunc to the Petition Date and (ii) Waive Certain Information Disclosure Requirements* (this “Application”).<sup>3</sup> I submit this Declaration in compliance with sections 105, 327, 328 and 1107(a) of the Bankruptcy Code and to provide the disclosure required under Rule 2014(a), 2016 and 5002 of the Bankruptcy Rules and Rule 2014-1 of the Local Rules.

#### **Rothschild & Co’s Qualifications**

3. Rothschild & Co has extensive experience and an excellent reputation in providing high-quality investment banking services to debtors, bondholders, creditors’ committees, single creditor classes and secured creditors in bankruptcy reorganizations and other restructurings.

4. Rothschild & Co is a member of one of the world’s leading independent investment banking groups, with more than fifty offices in more than forty countries. Rothschild & Co has expertise in domestic and cross-border restructurings, mergers and acquisitions, new capital raises, and other financial-advisory and investment-banking services and particular experience in providing high-quality financial advice to financially troubled companies. Rothschild & Co is an experienced bankruptcy and restructuring advisor to debtors in a variety of industries. Rothschild & Co is highly qualified to advise on strategic alternatives and its

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<sup>3</sup> Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Application.

professionals have extensive experience in deals involving complex financial and operating restructurings. Moreover, Rothschild & Co is a member of the Financial Industry Regulatory Authority and the Securities Investor Protection Corporation.

5. Rothschild & Co and its professionals have extensive experience working with financially troubled companies within a variety of industries in complex financial restructurings, both out of court and in chapter 11 cases. Rothschild & Co's business reorganization professionals have served as financial and strategic advisors to debtors in numerous cases, including, among others: *In re Cenveo, Inc.*, No. 18-22178 (RDD) (Bankr. S.D.N.Y. Mar. 8, 2018); *In re M & G USA Corp.*, No. 17-12307 (BLS) (Bankr. D. Del. Dec. 1, 2017); *In re Genon Energy, Inc.*, No. 17-33695 (DRJ) (Bankr. S.R. Tex. July 13, 2017); *In re rue21, Inc.*, No. 17 22045 (GLT) (Bankr. W.D. Pa. June 28, 2017); *In re Answers Holdings, Inc.*, No. 17 10496 (SMB) (Bankr. S.D.N.Y. Apr. 7, 2017); *In re Ultra Petrol. Corp.*, No. 16-32202 (MI) (Bankr. S.D. Tex. June 20, 2016); *In re SunEdison, Inc.*, No. 16-10992 (SMB) (Bankr. S.D.N.Y. May 20, 2016); *In re Alpha Nat. Res., Inc.*, No. 15-33896 (KRH) (Bankr. E.D. Va. Aug. 4, 2015); *In re Allen Sys. Grp., Inc.*, No. 15-10332 (KJC) (Bankr. D. Del. Mar. 19, 2015); *In re GT Advanced Techs., Inc.*, No. 14 11916 (HJB) (Bankr. D.N.H. Oct. 30, 2014); *In re NII Holdings, Inc.*, No. 14-12611 (SCC) (Bankr. S.D.N.Y. Oct. 22, 2014); *In re Autoseis, Inc. (Glob. Geophysical)*, No. 14-20130 (RSS) (Bankr. S.D. Tex. Apr. 25, 2014); *In re Physiotherapy Holdings, Inc.*, No. 13-12965 (KG) (Bankr. D.Del. Dec. 18, 2013); *In re Allied Sys. Holdings, Inc.*, Case No. 12-11564 (CSS) (Bankr. D. Del. Oct. 16, 2012); *In re Nebraska Book Company, Inc.*, No. 11-12005 (PJW) (Bankr. D. Del. Aug 10, 2011); *In re AMR Corp.*, Case No. 11-15463 (SHL) (Bankr. S.D.N.Y. Mar. 2, 2012); *In re Harry & David Holdings, Inc.*, No. 11-10884 (MFW) (Bankr. D. Del. Apr. 27, 2011); *In re Neenah Enters. Inc.*, No. 10-10360 (MFW) (Bankr. D. Del. Mar. 8, 2010); *In re*

*Trident Res. Corp.*, No. 09-13150 (MFW) (Bankr. D. Del. Jan. 28, 2010); *In re Milacron Inc.*, Case No. 09- 11235 (JVA) (Bankr. S.D. Ohio Apr. 6, 2009); *In re Recycled Paper Greetings Inc.*, No. 09-10002 (KG) (Bankr. D. Del. Jan. 23, 2009); *In re VeraSun Energy Corp.*, No. 08-12606 (BLS) (Bankr. D. Del. Jan. 6, 2009); *In re Nw. Airlines Corp.*, No. 05-17930 (ALG) (Bankr. S.D.N.Y. Sept. 14, 2005); *In re Solutia Inc.*, No. 03-17949 (PCB) (Bankr. S.D.N.Y. May 14, 2004); *In re WestPoint Stevens, Inc.*, No. 03-13532 (RDD) (Bankr. S.D.N.Y. June 3, 2003); *In re UAL Corp.*, No. 02-48191 (ERW) (Bankr. N.D. Ill. Dec. 9, 2002). In addition to these cases, Rothschild & Co has advised creditors and significant stakeholders in a large number of bankruptcies and distressed situations.

6. The resources, capabilities, and experience of Rothschild & Co in advising the Debtors as an investment banker are crucial to the success of the Debtors' chapter 11 strategies. An experienced investment banker fulfills a critical need that complements the services offered by the Debtors' other professionals, including Intrepid. The Debtors require the services of a capable and experienced investment banker with restructuring experience, such as Rothschild & Co.

7. Prior to the filing of the chapter 11 cases, in December 2019, the Debtors retained Rothschild & Co and Intrepid to serve as their investment bankers pursuant to the Engagement Letter, which engagement was principally for the purpose of advising the Debtors on balance sheet improvement and liability management alternatives. On April 7, 2020, the Investment Bankers entered into the Engagement Letter, upon which time a broader evaluation of balance sheet alternatives was undertaken. In providing prepetition services to the Debtors in connection with these matters, Rothschild & Co's professionals have worked closely with the Debtors'

management and other professionals and have become well-acquainted with the Debtors' operations, debt structure, creditors, business and operations, and related matters, including (a) working cooperatively with the Debtors' other professionals to explore various strategic and financial restructuring alternatives, (b) reviewing the Debtors' business plan and operating assumptions, (c) reviewing the Debtors' debt and capital structure, and (d) actively engaging in negotiations with key financial creditors. Accordingly, Rothschild & Co has developed significant relevant experience and expertise regarding the Debtors' businesses that will assist it in providing effective and efficient services in the chapter 11 cases.

8. In providing prepetition services to the Debtors, Rothschild & Co has worked closely with the Debtors' senior management and their other advisors, on the one hand, and with the professional advisors of other major stakeholders, on the other hand, that will be involved in the chapter 11 cases. Accordingly, Rothschild & Co has developed relevant experience and expertise regarding the Debtors that (a) make Rothschild & Co a natural selection as the Debtors' investment banker and (b) will assist Rothschild & Co in providing effective and efficient services in the chapter 11 cases.

9. Rothschild & Co believes that its services will not duplicate the services that other professionals, including Intrepid, will be providing to the Debtors in the chapter 11 cases. Rothschild & Co will carry out unique functions and will use reasonable efforts to coordinate with the Debtors' other retained professionals, including Intrepid, to avoid the unnecessary duplication of services.

### **Professional Compensation**

10. In consideration of the services to be provided by Rothschild & Co, and as more fully described in the Engagement Letter, subject to the Court's approval, the Debtors will compensate Rothschild & Co in accordance with the terms and conditions and at the times set forth in the Engagement Letter, which provides in relevant part for the following compensation structure (the "Fee and Expense Structure"):

- (a) An advisory fee (the "Monthly Fee") of \$150,000.00 per month.
- (b) A one-time fee (the "Completion Fee") of \$4,000,000.00, payable upon the earlier of (i) the confirmation and effectiveness of a Plan and (ii) the closing of a Transaction.
- (c) A new capital fee (the "New Capital Fee") equal to (i) 1% of the face amount of any senior secured debt raised including, without limitation, any debtor-in-possession financing raised; (ii) 3% of the face amount of any junior secured or senior or subordinated unsecured debt raised and (iii) 5% of any equity capital, capital convertible into equity or hybrid capital raised, including, without limitation, equity underlying any warrants, purchase rights or similar contingent equity securities (each, a "New Capital Raise"), in each case raised in connection with, or prior to, a Transaction for which the Completion Fee is earned.
- (d) Pursuant to the Engagement Letter, the Investment Bankers shall credit against the Completion Fee: (a) 50% of the Monthly Fees paid in excess of \$500,000.00 (the "Monthly Fee Credit") and (b) 50% of any New Capital Fees paid (the "New Capital Fee Credit"); *provided* that the sum of any New Capital Fee Credit and the Monthly Fee Credit shall not exceed the Completion Fee.

11. If Rothschild & Co provides services to the Debtors for which a fee is not provided in the Engagement Letter, such services shall, except insofar as they are the subject of a separate agreement, be treated as falling within the scope of the Engagement Letter, and the Debtors and Rothschild & Co will agree upon a fee for such services based upon good faith negotiations and subject to Court approval.

12. Rothschild & Co intends to apply for compensation for professional services rendered and reimbursement of reasonable and documented out-of-pocket expenses incurred in connection with the chapter 11 cases, subject to the Court's approval and in compliance with applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and any other applicable procedures and orders of the Court, including any order granting this Application (to the extent compliance is not waived); *provided* that the Debtors seek to retain Rothschild & Co pursuant to section 328(a) of the Bankruptcy Code and request that all compensation and expenses shall not be subject to any other standard, including section 330 of the Bankruptcy Code.

13. Rothschild & Co believes that the compensation for Rothschild & Co and Intrepid under the Engagement Letter on an aggregate basis is comparable to compensation generally charged by investment bankers of similar stature to Rothschild & Co and Intrepid for comparable engagements, both in and out of bankruptcy proceedings. Further, the Fee and Expenses Structure reflects a balance between a fixed, monthly fee and a contingency amount, tied to the consummation and closing of the transactions and services contemplated by the Debtors and the Investment Bankers in the Engagement Letter. Moreover, the Fee and Expense Structure is consistent with and typical of arrangements entered into by the Investment Bankers and other

investment banks in connection with the rendering of comparable services to clients such as the Debtors.

14. To induce Rothschild & Co to represent the Debtors, the Fee and Expense Structure was negotiated to (a) reflect the difficulty of the extensive assignments Rothschild & Co has undertaken and expects to undertake and (b) account for the potential for an unfavorable outcome resulting from factors outside of Rothschild & Co's control.

15. The Debtors and Rothschild & Co negotiated the Fee and Expense Structure to function as an interrelated, integrated unit, in correspondence with Rothschild & Co's services, which Rothschild & Co renders not in parts, but as a whole. It would be contrary to the intention of Rothschild & Co and the Debtors for any isolated component of the Fee and Expense Structure to be treated as sufficient consideration for any isolated portion of Rothschild & Co's services. Instead, the Debtors and Rothschild & Co intend that Rothschild & Co's services be considered as a whole that is to be compensated by the Fee and Expense Structure in its entirety.

16. Rothschild & Co's knowledge of the Debtors' operations and its restructuring expertise, as well as its capital markets knowledge, financing ability, and mergers and acquisitions expertise, some or all of which may be required by the Debtors during the term of Rothschild & Co's engagement, were important factors in determining the Fee and Expense Structure. Indeed, the ultimate benefit that the Debtors' derive from the services provided by Rothschild & Co cannot be measured merely by reference to the number of hours expended by Rothschild & Co's professionals.

17. The terms and the conditions of the Engagement Letter were negotiated between the Debtors and Rothschild & Co at arm's length and they reflect the parties' mutual agreement as to the substantial efforts that will be required in this engagement. The fees have been agreed upon by the parties in anticipation of a substantial commitment of professional time and effort that will be required of Rothschild & Co and its professionals, in light of the fact that such commitment may foreclose other opportunities for Rothschild & Co and with the understanding that the actual time and commitment required of Rothschild & Co and its professionals to perform services hereunder may vary substantially from week to week or month to month, creating "peak load" issues for the firm.

18. In conjunction with the Engagement Letter, Rothschild & Co and Intrepid have agreed to split any fees earned pursuant to the Engagement Letter and approved by the Court such that Rothschild & Co will receive 50.0% of the aggregate fees and Intrepid will receive the other 50.0% of the aggregate fees.

19. Rothschild & Co has not shared or agreed to share any of its compensation from the Debtors with any other person, other than as permitted by section 504 of the Bankruptcy Code. No promises have been received by Rothschild & Co as to compensation in connection with these chapter 11 cases, other than as set forth in the Engagement Letter.

### **Indemnification**

20. Rothschild & Co believes that the indemnification provisions contained in Exhibit A to the Engagement Letter, which the Debtors and sophisticated outside counsel negotiated in good faith, are substantially consistent in all material respects with the indemnification provisions contained in Rothschild & Co's standard engagement letter for both

in- and out-of-court investment banking services (including sell- and buy-side mergers and acquisitions advisory services). Indemnification provisions materially similar to the indemnification provisions contained in Exhibit A to the Engagement Letter have appeared in substantially all of Rothschild & Co's engagement agreements for in- and out-of-court advisory matters. Further, to the best of my knowledge, such indemnification provisions are consistent with the marketplace, and courts have routinely approved similar indemnification arrangements as part of Rothschild & Co's retention in other bankruptcy matters.

21. Rothschild & Co believes that the indemnification provisions contained in Exhibit A to the Engagement Letter are appropriate and reasonable for its engagement as investment banker in these chapter 11 cases and, as modified by the proposed order attached to the Application as Exhibit C, reflect the qualifications and limitations on indemnification provisions that are standard and customary in this district and other jurisdictions.

22. By reason of the foregoing, Rothschild & Co believes the indemnification provisions contained in Exhibit A to the Engagement Letter are reasonable and should be approved pursuant to the Bankruptcy Code and the applicable Bankruptcy Rules and Local Rules.

#### **Record Keeping Requirements**

23. It is not the general practice of financial advisory and investment banking firms, including Rothschild & Co, to keep detailed time records similar to those customarily kept by attorneys. Because Rothschild & Co does not ordinarily maintain contemporaneous time records in one-tenth hour (0.10) increments or provide or conform to a schedule of hourly rates for its professionals, Rothschild & Co respectfully requests that, pursuant to Local Rule 2016-2(h), it be

excused from compliance with such requirements and should only be required to maintain time records in half-hour (0.50) increments setting forth, in a summary format, a description of the services rendered by each professional and the amount of time spent on each date by each such individual in rendering services on behalf of the Debtors.

24. Rothschild & Co will also maintain detailed records of any actual and necessary costs and expenses incurred in connection with the aforementioned services. Rothschild & Co's applications for compensation and expenses will be paid by the Debtors, pursuant to the terms of the Engagement Letter, in accordance with the procedures established by the Court.

**Rothschild & Co's Disinterestedness**

25. In connection with its proposed retention by the Debtors in these chapter 11 cases, Rothschild & Co undertook to determine whether it had any conflicts or other relationships that might cause it not to be disinterested or to hold or represent an interest adverse to the Debtors. Specifically, Rothschild & Co obtained from the Debtors and/or their representatives the names of individuals and entities that may be parties in interest in these chapter 11 cases ("Potential Parties in Interest"), and such parties are listed on **Schedule 1** attached hereto.

26. Rothschild & Co has researched its electronic client data bases to determine its connections with the Potential Parties in Interest. As Rothschild & Co is the only entity being retained by the Debtors (of entities affiliated with Rothschild & Co), we have researched only the electronic client data bases of Rothschild & Co, not of all its affiliates, to determine if Rothschild & Co has connections with any Potential Parties in Interest, and Rothschild & Co makes no representation as to the disinterestedness of its affiliates or their respective professionals or employees in respect of the Debtors' chapter 11 cases. To the best of my knowledge and belief,

Rothschild & Co has not represented any Potential Parties in Interest in connection with matters relating to the Debtors, their estates, assets, or businesses and will not represent other entities which are creditors of, or have other relationships to, the Debtors in matters relating to these chapter 11 cases, except as set forth herein and in **Schedule 2** attached hereto.

27. According to the Debtors' books and records, the Debtors paid Rothschild & Co fee payments totaling \$435,000.00 and expense reimbursement payments totaling \$24,009.32 (which includes a \$20,000.00 retainer for estimated prepetition expenses of Rothschild & Co and Intrepid not yet billed) during the 90 days immediately preceding the Petition Date. Rothschild & Co received no other payments from the Debtors during the 90 days immediately preceding the Petition Date.

28. Within one year prior to the Petition Date, the Debtors paid Rothschild & Co \$622,500.00 in fees and \$24,479.36 in expense reimbursements (which includes a \$20,000.00 retainer for estimated prepetition expenses of Rothschild & Co and Intrepid not yet billed) for services rendered.

29. As of the Petition Date, Rothschild & Co did not hold a prepetition claim against the Debtors for services rendered.

30. Rothschild & Co provides investment banking services to a wide variety of clients. As a result, Rothschild & Co has represented, and may in the future represent, certain Potential Parties in Interest in matters unrelated to these chapter 11 cases, either individually or as part of representation of an ad hoc or official committee of creditors or interest holders. To

the best of my knowledge, information, and belief, insofar as I have been able to ascertain after reasonable inquiry, none of these representations are adverse to the Debtors' interests.

31. To the best of my knowledge and belief, neither Rothschild & Co nor I, nor any other employee of Rothschild & Co that will provide services to the Debtors in connection with this engagement, has any connection with or holds any interest adverse to the Debtors, their estates, or the Potential Parties in Interest, except (a) as set forth in **Schedule 2** and (b) as otherwise set forth below:

- (i) Before the commencement of these cases, Rothschild & Co rendered prepetition services to the Debtors. As noted above, although Rothschild & Co's records indicate that it is not owed any amounts in respect of prepetition services provided to the Debtors, it is possible that certain expenses that were incurred by Rothschild & Co, and that are reimbursable under the terms of the Engagement Letter, were not yet reflected on Rothschild & Co's books and records as of the Petition Date. Upon entry of the order approving the Application, Rothschild & Co will waive any claim for such unreimbursed expenses in excess of amounts paid to Rothschild & Co prepetition.
- (ii) Rothschild & Co is a large investment banking firm and has likely provided services unrelated to the Debtors for companies and individuals that have conducted business in the past and/or currently conduct business with the Debtors, and who may be creditors of the Debtors. To the best of my knowledge, information, and belief, Rothschild & Co's services to these parties were and are wholly unrelated to the Debtors, their estates, or these chapter 11 cases.
- (iii) As part of its practice, Rothschild & Co appears in numerous cases, proceedings and transactions involving many different professionals, some of which may represent claimants and parties in interest in the Debtors' chapter 11 cases. Furthermore, Rothschild & Co has in the past and will likely in the future be working with or against other professionals involved in these cases in matters unrelated to these cases. Based on my current knowledge of the professionals involved, and to the best of my knowledge and information, none of these business relationships represents an interest materially adverse to the Debtors herein in matters upon which Rothschild & Co is to be engaged.

- (iv) Rothschild & Co is an indirect subsidiary of Rothschild & Co (“Holdings”), a foreign holding company. Through Holdings, Rothschild & Co has affiliate relationships with numerous direct and indirect affiliates of Holdings located worldwide that engage in investment banking, asset management, debt fund management (including collateralized loan obligation management), private equity, merchant banking, and other financial service and investment advisory businesses (collectively, the “Affiliated Entities”). However, none of the Affiliated Entities are being retained in connection with this engagement, and none of the professionals or employees of the Affiliated Entities will provide services to the Debtors in connection with this engagement. Rothschild & Co’s business is and will continue to be operated in a legal entity separate from the Affiliated Entities. Rothschild & Co and the Affiliated Entities maintain strict compliance information barriers to ensure that (i) none of the professionals or employees of Rothschild & Co providing services to the Debtors in connection with this engagement has discussed or will discuss the Debtors’ cases with any professional or employee of the Affiliated Entities, and (ii) none of the professionals or employees of the Affiliated Entities will disclose any confidential or non-public information concerning any investment position or intention with respect to any consent, waiver, tender, or vote decision to any Rothschild & Co professional or employee providing services to the Debtors in connection with this engagement. Thus, there has not been and will not be any flow of information between the professionals or employees of Rothschild & Co providing services to the Debtors in connection with this engagement and the Affiliated Entities with respect to any matter pertaining to the Debtors or these chapter 11 cases. One or more of the Affiliated Entities may in the ordinary course from time to time hold or manage funds that hold investment positions in the Debtors and/or parties in interest in these chapter 11 cases; however, based on the business separation and compliance information barriers referred to above, the Affiliated Entities’ business activities do not constitute a conflict of interest that would disqualify Rothschild & Co from providing the services as described in the Engagement Letter.
- (v) Rothschild & Co’s information barriers consist of physical and electronic barriers that restrict the flow of information among employees and business divisions, including confidential information. These barriers consist of, among other things, separate physical office spaces for employees of Rothschild & Co and its affiliates, limiting access to shared drives only to authorized personnel and policies against discussing confidential information with unauthorized personnel.
- (vi) The robust policies and procedures described herein are reasonably designed to detect and prevent the misuse of inside information. These policies and procedures are subject to regulatory oversight and audit by

the SEC and FINRA, internal compliance monitoring and internal audits. Among other things, employees are prohibited from trading securities while in possession of material non-public information and are subject to training and annual certification requirements regarding such policies and procedures.

32. To the best of my knowledge, no individual assignment described in Schedule 2 accounts for more than 1.0% of Rothschild & Co's gross revenue during the 12 months prior to the date hereof.

33. To the best of my knowledge, information, and belief, insofar as I have been able to ascertain after reasonable inquiry, no employee of Rothschild & Co who will provide services to the Debtors in connection with this engagement holds debt of or equity interests in any of the Debtors, except as may be held through (i) managed accounts where a third-party has been delegated sole investment discretion and (ii) passive investment vehicles such as mutual funds.

34. To the best of my knowledge, information, and belief, insofar as I have been able to ascertain after reasonable inquiry, Rothschild & Co has not been retained to assist any entity or person other than the Debtors on matters relating to, or in direct connection with, these chapter 11 cases. Rothschild & Co will, however, continue to provide professional services to entities or persons that may be creditors or equity security holders of the Debtors or interested parties in these chapter 11 cases; *provided that* such services do not relate to, or have any direct connection with, these chapter 11 cases or the Debtors.

35. I am not related or connected to and, to the best of my knowledge, no other professional of Rothschild & Co who will work on this engagement is related or connected to, any United States Bankruptcy Judge for the District of Delaware or any employee in the Office of the United States Trustee for Region 3.

36. Accordingly, except as otherwise set forth herein, insofar as I have been able to determine, none of Rothschild & Co, I, nor any employee of Rothschild & Co who will work on the engagement holds or represents any interest adverse to the Debtors or their estates, and Rothschild & Co is a “disinterested person” as that term is defined in Bankruptcy Code section 101(14), as modified by section 1107(b), in that Rothschild & Co and its professionals and employees who will work on the engagement:

- (i) are not creditors, equity security holders, or insiders of the Debtors;
- (ii) were not, within two years before the date of filing of the Debtors’ chapter 11 petitions, a director, officer, or employee of the Debtors; and
- (iii) do not have an interest materially adverse to the interest of the Debtors’ estates or any class of creditors or equity security holders, by reason of any direct or indirect relationship to, connection with, or interest in, the Debtors, or for any other reason.

37. If Rothschild & Co discovers additional information that requires disclosure, Rothschild & Co promptly will file a supplemental disclosure with the Court as required by Bankruptcy Rule 2014.

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Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my information, knowledge and belief.

Dated: August 24, 2020  
New York, New York

By: /s/ Kevin Glodowski  
Kevin Glodowski  
Managing Director  
Rothschild & Co US Inc.  
1251 Avenue of the Americas  
New York, New York 10020

**Schedule 1 to Glodowski Declaration**

**Potential Parties In Interest List**

**CHAPARRAL ENERGY, INC.**  
**POTENTIAL PARTIES IN INTEREST**

**Debtor and Debtor Affiliates**

CEI Acquisition, L.L.C.  
CEI Pipeline, L.L.C.  
Chaparral Biofuels, L.L.C.  
Chaparral CO2, L.L.C.  
Chaparral Energy, Inc.  
Chaparral Energy, L.L.C.  
Chaparral Exploration, L.L.C.  
Chaparral Real Estate, L.L.C.  
Chaparral Resources, L.L.C.  
Charles Energy, L.L.C.  
Chestnut Energy, L.L.C.  
Green Country Supply, Inc.  
Roadrunner Drilling, L.L.C.  
Trabajo Energy, L.L.C.

**Current Officers and Directors**

Charles Duginski, Chief Executive Officer  
Clinton Calhoun, Vice President – Resource Development  
Douglas E. Brooks, Director  
Gysle Shellum, Director  
Joshua Walker, Vice President – Completions & Operations  
Justin Byrne, Vice President, General Counsel and Secretary  
Kenneth W. Moore, Director  
Marcus Rowland, Chairman of the Board  
Mark McFarland, Director  
Samuel Langford, Director  
Stephanie Carnes, Vice President, Corporate Controller

**Former Officers and Directors**

David Geenberg, Director  
Graham Morris, Director  
James M. Miller, Senior Vice President-Operations and Production Engineering  
Joseph O. Evans, Executive Vice President-Chief Financial Officer  
K. Earl Reynolds, Director & CEO  
Linda Byford, Associate General Counsel and Corporate Secretary  
Mark Ver Hoeve, Vice President-Geoscience  
Matthew D. Cabell, Director  
Michael Kuharski, Director  
Robert Heinemann, Director and Chairman of the Board

Scott Pittman, Senior Vice President and Chief Financial Officer

**Bankers/Lenders/Noteholders**

ABN AMRO Capital USA LLC  
AG Energy Funding, LLC  
Amzak Capital Management, LLC  
Avenue Energy Opportunities Fund, L.P.  
Bank of America, N.A.  
BBVA USA  
Canadian Imperial Bank of Commerce, New York Branch  
Capital One, National Association  
Comerica Bank  
Credit Agricole Corporate and Investment Bank  
EastWest Bank  
Kennedy Lewis Investment Management, LLC  
KeyBank National Association  
Millstreet Capital Management, LLC  
Natixis, New York Branch  
Nomura Corporate Research and Asset Management, Inc.  
Royal Bank of Canada  
Silverback Asset Management, LLC  
Société Générale  
Spectrum Group Management, LLC  
The Toronto-Dominion Bank, New York Branch

**Agents/Trustees**

Royal Bank of Canada  
UMB Bank

**Counsel/Advisors**

FTI Consulting  
Perella Weinberg Partners, LP  
Stroock & Stroock & Lavan, LLP  
Tudor Pickering Holt & Co Advisors, LP  
Vinson & Elkins L.L.P.  
Young Conaway Stargatt & Taylor, LLP

**Bank Accounts**

American Bank and Trust Company, N.A.  
Arvest Bank  
BBVA Compass Bank  
Comerica Bank  
JP Morgan Chase Bank, NA

**Insurers and Insurance Brokers**

Allied World Specialty Insurance Company  
ARCH INSURANCE COMPANY  
Argonaut Insurance Company (Argo Pro)  
Berkshire Hathaway Specialty Insurance  
CFC Underwriting Limited  
Chubb Group of Insurance Companies  
Compsource Mutual Insurance Company  
Endurance America Insurance Company  
Evanston Insurance Company  
EVOLVE CYBER INSURANCE SERVICES,  
LLC  
Federal Insurance Co. (Chubb)  
GREAT NORTHERN INSURANCE  
COMPANY (Chubb)  
HCC International Insurance Company  
Houston Casualty Company  
Ironshore Specialty Insurance Company  
Lloyd's of London  
Lockton Companies  
Markel American Insurance Company  
National Union Fire Insurance Company of  
Pittsburgh, Pa. (AIG)  
Navigators Insurance Company  
Navigators Underwriting Agency  
Old Republic Surety Company  
QBE Insurance Corporation  
Starstone Insurance  
U.S. Specialty Insurance Company / Tokio  
Marine  
Westchester Fire Insurance Company (Chubb)  
XL Specialty Insurance Company

**Surety Providers and Brokers**

Alfalfa Electric Cooperative Inc  
City of El Reno, Oklahoma  
City of Mustang, OK  
City of Oklahoma City  
Comptroller of Public Accounts  
Industrial Commission of North Dakota, Oil and  
Gas Division  
LLOG Production Company  
New Mexico State Land Office  
Oklahoma Corporation Commission, Oil and  
Gas Conservation Division  
Oklahoma Department of Wildlife Conservation  
Oklahoma Tax Commission  
Oklahoma Tax Commission, Taxpayer  
Assistance Division  
State of Oklahoma, Department of Public Safety  
State of Oklahoma, Secretary of State

The City of Norman, Oklahoma  
The City of Perry, Oklahoma  
The Railroad Commission of Texas, Oil and Gas  
Division  
Town of Union City  
U.S. Department of the Interior, Bureau of  
Indian Affairs  
U.S. Department of the Interior, Bureau of Land  
Management  
U.S. Specialty Insurance Company

**Joint Venture Partners**

Bayou City Energy Management LLC  
BCE Roadrunner LLC

**Letter of Credit Counterparties**

Southwest Energy LP

**Parties Relating to Known Litigation Matters**

American Energy-NonOp, LLC n/k/a Heritage  
Resources-NonOp, LLC  
American Energy-NonOp, LLC n/k/a Heritage  
Resources-NonOp, LLC  
Angela Schwall  
Anthony Hartz  
Arthur Ganther  
Atchley Resources, Inc.  
Barbara R. Bunt  
Baron Exploration Company  
Be-Ja, LLC  
Betty Claxton  
Blake Barlow  
BLM Family Trust, via Co-Trustees Maribeth  
von Tungeln, Lamar Labahn and Becky Grant  
Blue Sky Equipment Rentals, LLC  
BP American Production Company  
Brown & Borelli, Inc.  
Canadian County Board of Commissioners  
Carol Corey  
Chaco Energy Company  
Chasten Maxwell, Pers. Rep. Estate of Ellen  
Maxwell  
Chesapeake Exploration, L.L.C., successor to  
Chesapeake Exploration, LP  
Chesapeake Operating, LLC  
Chris Gillespie  
Christine Brewer  
Christy Piersol (also referred to as Shannon  
Piersol)  
City of Enid, Oklahoma  
Clay A. Muegge

Core Resources, LLC	John Guadalupe
Craig Elder Oil and Gas LLC	John Schwall
D&B Operating LLC	John Simpson
Dakota Exploration LLC	Joy Jones
Dan Vogel on behalf of Fairfax Homeowners Association, Inc.	Julie Frias
Daphne Talbot	K&J Construction, LLC
Darlene Rae Hitchcock	Kaiser-Francis Oil Company
Darling Oil Corporation aka Darling Oil Company	Kassidy Laesch
David Ball	Katherine Ganther
David Beebe	Kathryn Aitken
David Kirk	Kelly Murphree
David Swanson	Kimberly Kay Winchester
Davinna Allensworth	Kirkpatrick Oil Company, Inc.
Dawn Croteau	L.R. McBride, Inc.
Dawne Sullivan	LaJuana Sue Dennis
Debra Cooper	Larry Friend
Delores Carr	Larry Murphree
Denise Austin	Larry Starns
Denise DeRycke	Lauralee Hartz
Dennis Atkinson	Lawrence Mantin
Devon Energy Production Company	Linda Lavender
Donald Brewer	Lynn Harvey
Dryes Corner LLC	MacFarlane Company
Duane Faulkner	Marathon Oil Company
Earl White	Marjo Operating Mid-Continent LLC
Eco-Stim Energy Solutions, Inc.	Mark McCoy
Edwin Carr	Matthew Hodge
Equal Energy US Inc.	Megan Hodge
ESP EOC Rose Rock, LLC	Michael Preston
Estate of George W. Clark Jr., Deceased	Michael Sullivan
Eugene McDaniel	Mickey Nixon
Flotek Chemistry, LLC	Mid-Con Energy Operating LLC
Gary McDonald	MM Energy Inc.
Gary Puterka	Monty L. Hott Production Corp.
George W. Clark Jr. Trust	Nancy Simpson
Georgette Clark, Trustee	Nancy Starns
Gilliland Oil & Gas, Inc. a/k/a Gilliland Oil and Gas, Inc.	Naylor Farms Inc.
Glenda A. Fogleman	New Dominion LLC
Glyn Ridgewell	Oklahoma Energy Acquisitions, LP
Greg and Janice Depew, et al.	Orca Operating Company LLC
Harrel's LLC	Pedestal Oil Company, Inc.
J. Pat Carter	Preferred Pipeline, LLC
J.C. Pralle	Rainbo Service Company
James Doss	Raw Crude Oil & Gas, L.L.C.
James Piersol (also referred to as Gary Piersol)	Raymond Henneha
James Pike	Rebeca Smith
Jeremy Smart	Rebecca Ridgewell
John Bunt	Redfork Operations, LLC
	Robert Allen
	Robert Talbot
	Robert Traylor

Robert Williams  
Roland Lozier  
Rona Goodeagle  
Sally Shupack  
Sam Croteau  
Sam Harvey  
Samuel Reynolds  
Sandbox Transportation, LLC  
Seiger Oil & Gas, Inc.  
Shakti Energy, LLC  
Shannon Harwell  
Shannon White  
Shannon Williams  
Sharon McDonald  
Sharon Strong  
Sharon Sue Stewart  
Sherry Sappington  
Shirley R. Coleman  
Shirley Weiss  
Sightline Petroleum, LLC  
SK Plymouth LLC  
Special Energy Production Co LP  
Stan Weiss  
State of Oklahoma, ex rel., Department of  
Transportation  
Steven Dummer  
Territory Resources LLC  
Theresa McDaniel  
Thomas Maassen  
Three Sands Investment Company  
TNT Operating Company, Inc.  
Tonda Robinson  
Toomey Oil Company Inc.  
Tributary Resources, LLC  
Troy Crews  
United Production Company, L.L.C.  
Valhalla Energy Co., LLC  
Van Zandt Supply, Ltd. d/b/a VZ Environmental  
Venture West Energy Services, LLC  
Voortman Oil and Gas, LLC  
Weaver Energy Corporation  
Western Contractors, Inc.  
White Operating Company  
Wicklund Petroleum Corp  
William P. Fogleman, III

Opportune LLP  
Richards Layton & Finger, P.A.  
Rothschild & Co US Inc.

**Ordinary Course Professionals**  
AI Petrie Advisors LLC  
BDO  
Cawley, Gillespie & Associates Inc  
Crowe & Dunlevy  
Donnelley Financial Solutions  
Ernst & Young LLP  
Fleischer, Fleischer, Painter & Cantrell  
G. Dale Elsener, c/o Munson & McMillin, P.C.  
Gable Gotwals Counsel  
Grant Thornton LLP  
Gungoll Jackson Box & Devoll, P.C.  
Hartzog Conger Cason  
Hogan Taylor LLP  
Holland & Hart LLP  
HSPG & Associates PC  
James M Kerrigan & Associates  
K E Andrews & Company  
Kunu LLC  
Land Information Services LLC  
Latham & Watkins, LLP  
Law Office Of G Dale Elsener  
McAfee & Taft  
Mcdonald Land Services LLC  
Peters & Chandler P.C.  
Petroleum Accounting Consultants  
R K Pinson & Associates LLC  
Risked Revenue Energy Associates  
Ryan Servicing LLC  
Sidley Austin LLP  
The Title Law Group  
Willis Towers Watson

**Holders of More Than 5% of Any of the  
Debtors' Equity Securities**  
Paloma Partners Management Company  
Strategic Value Partners, LLC

**Secured Creditors**  
Arvest Bank  
Caterpillar Financial Services Corporation  
John Deere Construction & Forestry Company  
JP Morgan Chase  
Royal Bank of Canada

**Parties to Material Executory Contracts**  
ABV Ventures LLC

**Professionals**  
Davis Polk & Wardwell LLP  
Ernst & Young LLP  
Intrepid Partners, LLC  
Kurtzman Carson Consultants LLC

Bison Water Midstream LLC  
Blake Production Company, Inc.  
BTG LLC  
BVD, Inc.  
Coffeyville Resources Refining & Marketing,  
LLC  
DCP Midstream, LP  
Enable Gathering & Processing, LLC  
Enlink Oklahoma Gas Processing, LP  
Enterprise  
ETC Field Services, LLC  
Fairway Energy L.L.C.  
Kingfisher Midstream, LLC  
Lagoon Water Logistics LLC  
Markwest Oklahoma Gas Company, LLC  
Mustang Gas Products, LLC  
MVP Holdings, LLC  
Oneok Field Services Company, LLC  
Phillips 66 Company  
Skybridge Ventures, LLC  
Southwest Energy LP  
Standley Systems, LLC  
Sunoco  
Superior Pipeline Company, LLC  
Targa Pipeline Mid-Continent Westok, LLC  
Triple Crown Services LLC  
Vernon Resources LLC

#### **Significant Customers**

Coffeyville Resources Refining & Marketing,  
LLC  
DCP Midstream, LP  
Enable Gathering & Processing, LLC  
Enlink Oklahoma Gas Processing, LP  
ETC Field Services, LLC  
Kingfisher Midstream, LLC  
Markwest Oklahoma Gas Company, LLC  
Mustang Gas Products, LLC  
MVP Holdings, LLC  
Oneok Field Services Company, LLC  
Phillips 66 Company  
Sunoco  
Superior Pipeline Company, LLC  
Targa Pipeline Mid-Continent Westok, LLC

#### **20 Largest Unsecured Creditors on a Consolidated Basis**

BCE Roadrunner LLC  
BCE-Mach III LLC  
Bison Water Midstream (BWM)  
Chesapeake Operating Inc

Contango Resources, Inc  
Dale Operating Company  
Devon Energy Prod Co LP  
Edward H & Herman J Rother Jtwros  
Edward H Rother  
George W Clark Jr Trust  
Heritage Resources-Nonop LLC  
Herman J. Rother  
Leader Energy Services LLC  
Naylor Farms Inc  
Paloma Partners IV LLC  
Roan Resources LLC  
Tom & Marty Rother Trust  
UMB Bank, NA  
Vincent N. Rother  
White Star Petroleum Holdings LLC

#### **Landlords**

Skybridge Ventures LLC

#### **Government and Regulatory Agencies**

Administrator of Unclaimed Property –  
Wyoming  
Alabama Department of Revenue  
Alfalfa County Treasurer  
Arizona Department of Revenue  
Arkansas Secretary of State  
Arkansas Unclaimed Property Division  
Avenu Holdings LLC  
Beaver County Treasurer  
Blaine County Treasurer  
Caddo County Treasurer  
California State Controller  
Canadian County Treasurer  
Canadian ISD  
Carter County Treasurer  
Cheyenne & Arapaho Tax Commission  
Commissioner of the Land Office - Oklahoma  
Comptroller of Maryland  
Cooke County Appraisal District Tax  
Culberson County Appraisal District  
Custer County Treasurer  
Cypress-Fairbanks ISD  
Delaware Division of Revenue/Bankruptcy  
Service  
Delaware Secretary of State  
Department of Treasury – New Jersey  
Ellis County Treasurer  
Federal Energy Regulatory Commission  
Florida's Department of Financial Services  
Fort Elliot CISD

Galena Park ISD Tax A/C	Nueces County Tax A/C
Galveston County Tax A/C	Ochiltree Cad Tax Assessor-Collector
Galveston County Tax Assessor-Collector	Office of Natural Resources Revenue (ONRR)
Garfield County Treasurer	Office of State Treasurer – Alabama
Garvin County Treasurer	Office of the Chief Financial Officer – DC
Georgia Department of Revenue	Office of the Indiana Attorney General
Grady County Treasurer	Office of the Mississippi State Treasurer
Grant County Treasurer	Office of the Rhode Island General Treasurer
Hansford County Tax Assessor	Office of the State Comptroller – New York
Harris County	Office of the State Treasurer – Colorado
Hemphill County	Office of the State Treasurer – Maine
Hockley County Tax Office	Office of the Treasurer – Connecticut
Hudspeth Appraisal District	Office of the West Virginia State Treasurer
Hughes County Treasurer	Ohio Department of Commerce
Hutchinson County Treasurer	Okfuskee CAD Tax A/C
Idaho State Treasurer’s Office	Oklahoma Corporation Commission
Illinois State Treasurer	Oklahoma Corporation Commission
IRS Center	Oklahoma County Treasurer
IRS Department of Treasury	Oklahoma Department of Wildlife Conservation
Kansas Board of Tax Appeals	Oklahoma Secretary of State
Kansas Department of Revenue	Oklahoma State Treasurer
Kansas Secretary of State	Oklahoma Tax Commission
Kansas State Treasurer	Oregon Unclaimed Property
Kay County Treasurer	Osage County Treasurer
Kingfisher County Treasurer	Palacios ISD Tax A/C
Lafayette Parish Tax Collector	Payne County Treasurer
Latimer County Treasurer	Pennsylvania Treasury
Liscomb County Tax	Pottawatomie County Treasurer
Louisiana Department of Revenue	Railroad Commission of Texas
Louisiana Secretary of State	Roberts County Appraisal District
Louisiana Unclaimed Property	Roger Mills County Treasurer
Massachusetts State Treasurer	Sheldon ISD
Matagorda County Tax Assessor-Collector	South Dakota State Treasurer – UCP
Michigan Department of Treasury	State of Arkansas
Midland CAD Tax A/C	State of Delaware
Minnesota Department of Commerce	State of Hawaii
Mississippi Secretary of State’s Office	State of Louisiana, Department of Natural Resources
Mississippi State Tax Commissioner	State of New Mexico
Missouri State Treasurer’s Office	State of North Dakota
Montague County Tax Assessor-Collector	State of Vermont Office of the State Treasurer
Montana Department of Revenue	State of Wisconsin Department of Revenue
Montana Secretary of State	State of Wyoming
Montgomery County Treasurer	State Treasurer of South Carolina
Morton County Treasurer	Stephens County Treasurer
NC Department of State Treasurer	Tennessee Department of Treasury
Nebraska State Treasurer	Texas Comptroller of Public Accounts
Nevada Unclaimed Property	Texas County Treasurer
New Mexico Secretary of State	Texas Secretary of State
New Mexico Tax and Revenue Department	Texas Unclaimed Property
Noble County Treasurer	The Internal Revenue Service
North Dakota Secretary of State	

The U.S. Fish and Wildlife Service  
The U.S. Securities and Exchange Commission  
Treasurer of State – Iowa  
U.S. Army Corps of Engineers  
U.S. Environmental Protection Agency  
Victoria County Tax A/C  
Virginia Department of Treasury  
Washington State Treasurer  
Wheeler County Tax Office  
Woods County Treasurer  
Woodward County Treasurer  
Wyoming Secretary of State

**Utility Providers**

Alfalfa Electric Cooperative Inc  
AT&T  
AT&T Teleconference Services  
B & B Sanitation  
Bridge Communications  
Caddo Electric Cooperative  
Centerpoint Energy  
Cimarron Electric Cooperative  
City of Stillwater  
City of Weatherford  
Cox Communications Inc  
Harper Sanitation Services Inc  
Hennessey Utilities Authority  
Johnson Controls Security Solutions  
Kay Electric Cooperative  
Lindsay Public Works Authority  
Lyntegar Electric Cooperative Inc  
Northwestern Electric Cooperative  
Nuance Communications Inc  
OG&E  
Oklahoma Electric Cooperative  
Oklahoma Natural Gas Company  
Pioneer Telephone Cooperative Inc  
Public Service Co of Oklahoma  
Q4 Inc  
Rural Electric Coop Inc  
Sooner Answer Service Inc  
Verizon Wireless  
Vinson Process Controls LP  
Waste Connections of Oklahoma Inc.

Western Carter County Water & Sewer  
Windstream

**U.S. Bankruptcy Court Judges, Delaware**

The Honorable Ashely M. Chan  
The Honorable Brendan L. Shannon  
The Honorable Christopher S. Sontchi, Chief  
Judge  
The Honorable John T. Dorsey  
The Honorable Karen B. Owens  
The Honorable Laurie Selber Silverstein  
The Honorable Mary F. Walrath

**U.S. Trustee, District Of Delaware (and Key Staff Members)**

Christine Green  
David Villagrana  
Diane Giordano  
Dion Wynn  
Edith A. Serrano  
Holly Dice  
James R. O'Malley  
Karen Starr  
Lauren Attix  
Michael Panacio  
Nyanquoi Jones  
Ramona Vinson  
Robert Agarwal  
Shakima L. Dorch  
T. Patrick Tinker  
William Harrington

**Attorneys in U.S. Trustee's Office, District Of Delaware**

Benjamin Hackman  
David Buchbinder  
Hannah M. McCollum  
Jane Leamy  
Juliet Sarkessian  
Linda Casey  
Linda Richenderfer  
Richard Schepacarter  
Rosa Sierra  
Timothy J. Fox, Jr.

**Schedule 2 to Glodowski Declaration**

**Relationships With Potential Parties in Interest**

**Chaparral Energy, Inc. (“CHAP”)****Source: Interested Party List: 8/24/20**

**Entity with which Rothschild & Co US  
Inc. (“Rothschild & Co”)  
has a Connection**

<b><u>Party in Interest<sup>1</sup></u></b>		<b><u>Nature of Connection</u></b>
ABN AMRO Capital USA LLC	ABN AMRO	Former joint venture partner of Rothschild & Co in transactions unrelated to CHAP.
National Union Fire Insurance Company of Pittsburg, Pa. (AIG)	AIG	Rothschild & Co is advising an ad hoc creditors committee on matters unrelated to CHAP where AIG is a member.  Former Rothschild & Co client on matters unrelated to CHAP.  Rothschild & Co was involved in transactions unrelated to CHAP in which AIG was a participant.
Amzak Capital Management, LLC	Amzak Capital Management	Rothschild & Co is currently advising an ad hoc creditors committee on matters unrelated to CHAP where Amzak Capital Management is a member.
AT&T; AT&T Teleconference Services	AT&T	Former Rothschild & Co client on matters unrelated to CHAP.  Rothschild & Co was involved in a transaction unrelated to CHAP where AT&T was a participant.

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<sup>1</sup> Rothschild & Co has limited its search to the Parties in Interest provided by Chaparral Energy, Inc. Affiliates, subsidiaries or parent companies of Parties in Interest have not been searched unless specifically noted.

**Chaparral Energy, Inc. (“CHAP”)****Source: Interested Party List: 8/24/20**

**Entity with which Rothschild & Co US  
Inc. (“Rothschild & Co”)  
has a Connection**

**Party in Interest<sup>1</sup>****Nature of Connection**

		Client pitches by Rothschild & Co on matters unrelated to CHAP.  Rothschild & Co vendor.
Avenue Energy Opportunities Fund, L.P.	Avenue Capital Group; Avenue Capital Management	Rothschild & Co is currently advising an ad hoc creditors committee on a matter unrelated to CHAP where Avenue Capital is a member.  Former Rothschild & Co client on matters unrelated to CHAP.  Rothschild & Co has previously advised an ad hoc creditors committee on matters unrelated to CHAP where Avenue Capital was a member.  Rothschild & Co was involved in transactions unrelated to CHAP in which Avenue Capital was a participant.
Bank of America, N.A.	Bank of America	Rothschild & Co was involved in transactions unrelated to CHAP in which Bank of America was a participant.
Berkshire Hathaway Specialty Insurance	Berkshire Hathaway, Inc.	Client pitches by Rothschild & Co on matters unrelated to CHAP.
Centerpoint Energy	CenterPoint Energy Inc.	Client pitches by Rothschild & Co on matters unrelated to CHAP.

**Chaparral Energy, Inc. (“CHAP”)****Source: Interested Party List: 8/24/20**

**Entity with which Rothschild & Co US  
Inc. (“Rothschild & Co”)  
has a Connection**

<b><u>Party in Interest<sup>1</sup></u></b>		<b><u>Nature of Connection</u></b>
Chesapeake Exploration, L.L.C., successor to Chesapeake Exploration, LP; Chesapeake Operating, LLC; Chesapeake Operating, Inc.	Chesapeake Energy Corporation	Current Rothschild & Co client on a matter unrelated to CHAP.
Chubb Group of Insurance Companies; Westchester Fire Insurance Company (Chubb); Federal Insurance Co. (Chubb); Great Northern Insurance Company (Chubb)	Chubb	Rothschild & Co advised an ad hoc creditors committee on a matter unrelated to CHAP where Chubb was a member.  Rothschild & Co vendor.
Davis Polk & Wardwell	Davis Polk & Wardwell	Current and former Rothschild & Co client in its capacity as legal counsel to third party entities on matters unrelated to CHAP.  Rothschild & Co is and was involved in transactions unrelated to CHAP where Davis Polk & Wardwell is and was a participant.
Ernst & Young LLP	Ernst & Young LLP	Rothschild & Co vendor.
FTI Consulting	FTI Consulting	Rothschild & Co is and was involved in transactions unrelated to CHAP in which FTI Consulting is and was a participant.
Johnson Controls Security Solutions	Johnson Controls, Inc.	Client pitches by Rothschild & Co on matters unrelated to CHAP.
JPMorgan Chase Bank, NA	JPMorgan Chase & Co.	Rothschild & Co is currently advising an ad hoc creditors committee on a matter unrelated to CHAP where JPMorgan Chase & Co. is a

**Chaparral Energy, Inc. (“CHAP”)****Source: Interested Party List: 8/24/20**

**Entity with which Rothschild & Co US  
Inc. (“Rothschild & Co”)  
has a Connection**

**Party in Interest<sup>1</sup>****Nature of Connection**

		member.  Rothschild & Co was involved in transactions unrelated to CHAP in which JPMorgan Chase & Co. was a participant.
Latham & Watkins	Latham & Watkins LLP	Rothschild & Co is and was involved in transactions unrelated to CHAP in which Latham & Watkins LLP is and was a participant.
Marathon Oil Company	Marathon Petroleum Corporation	Rothschild & Co is involved in a transaction unrelated to CHAP in which Marathon Petroleum Corporation is a participant.
Mark McFarland	Mark McFarland	Mark McFarland is a director of a current Rothschild & Co client on a matter unrelated to CHAP.
Nomura Corporate Research and Asset Management, Inc.	Nomura Holdings Inc.; Nomura Holdings, Inc.; Nomura Securities Co., Ltd.	Rothschild & Co is currently advising an ad hoc creditors committee on matters unrelated to CHAP where Nomura is a member.  Rothschild & Co has previously advised an ad hoc creditors committee on matters unrelated to CHAP where Nomura was a member.  Client pitches by Rothschild & Co on matters unrelated to CHAP.

**Chaparral Energy, Inc. (“CHAP”)****Source: Interested Party List: 8/24/20**

**Entity with which Rothschild & Co US  
Inc. (“Rothschild & Co”)  
has a Connection**

<b><u>Party in Interest<sup>1</sup></u></b>		<b><u>Nature of Connection</u></b>
Paloma Partners IV LLC; Paloma Partners Management Company	Paloma Partners Management Company	Rothschild & Co is currently advising an ad hoc creditors committee on a matter unrelated to CHAP where Paloma Partners Management Company is a member.
Perella Weinberg Partners, LP	Perella Weinberg Partners, LP	Rothschild & Co is and was involved in transactions unrelated to CHAP where Perella Weinberg Partners, LP is and was a participant.
Roan Resources LLC	Roan Resources LLC	Former Rothschild & Co client on matters unrelated to CHAP.
Royal Bank of Canada	Royal Bank of Canada	Rothschild & Co is involved in a transaction unrelated to CHAP in which Royal Bank of Canada is a participant.
Sidley Austin LLP	Sidley Austin LLP	Rothschild & Co is and was involved in transactions unrelated to CHAP in which Sidley Austin LLP is and was a participant.
Société Générale	Société Générale	Rothschild & Co advised ad hoc creditors committees on matters unrelated to CHAP where Société Générale was a member.
Strategic Value Partners, LLC	Strategic Value Partners	Rothschild & Co is currently advising an ad hoc creditors committee on a matter unrelated to CHAP where Strategic Value Partners is a member.

**Chaparral Energy, Inc. (“CHAP”)****Source: Interested Party List: 8/24/20**

**Entity with which Rothschild & Co US  
Inc. (“Rothschild & Co”)  
has a Connection**

**Party in Interest<sup>1</sup>****Nature of Connection**

		Rothschild & Co was involved in transactions unrelated to CHAP where Strategic Value Partners was a participant.  Rothschild & Co has previously advised an ad hoc creditors committee on matters unrelated to CHAP where Strategic Value Partners was a member.
Stroock & Stroock & Lavan, LLP	Stroock & Stroock & Lavan, LLP	Current and former Rothschild & Co client in its capacity as legal counsel to third party entities on matters unrelated to CHAP.  Rothschild & Co is and was involved in transactions unrelated to CHAP where Stroock is and was a participant.
UMB Bank	UMB Bank	Current Rothschild & Co client in its capacity as trustee on a matter unrelated to CHAP.
Verizon Wireless	Verizon Wireless	Client pitches by Rothschild & Co on matters unrelated to CHAP.  Rothschild & Co vendor.
Vinson & Elkins LLP	Vinson & Elkins LLP	Rothschild & Co is and was involved in transactions unrelated to CHAP where Vinson & Elkins LLP is and was a participant.
Windstream	Windstream Holdings Inc.	Rothschild & Co is involved in transactions unrelated to CHAP in which Windstream

**Chaparral Energy, Inc. (“CHAP”)**

**Source: Interested Party List: 8/24/20**

**Entity with which Rothschild & Co US  
Inc. (“Rothschild & Co”)  
has a Connection**

**Party in Interest<sup>1</sup>**

**Nature of Connection**

		Holdings Inc. is a participant.  Client pitches by Rothschild & Co on matters unrelated to CHAP.
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